

BRIAN W. LECLAIR

Attorney-at-Law

12 Fox Run Lane
Marblehead, MA 01945

Phone: 781-631-9981
Facsimile: 781-639-8032
Email: bwleclair@attbi.com

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U.S. DISTRICT COURT
BOSTON, MASS.
JUL 29 PM 1:40

July 28, 2005

Gina Edge, Docket Clerk
United States District Court
Moakley U.S. Courthouse
1 Courthouse Way
Boston, MA 02210

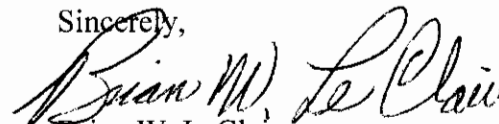
Re: BES Enterprises, Inc. v. Natanzon et al., Docket No. 05-10477-GAO

Dear Ms. Edge:

I would like to call the Court's attention to a very recent Massachusetts decision which is relevant to the enforceability of the forum selection clause at issue in the pending motion. The decision is *Casavant v. Norwegian Cruise Lines, Ltd.*, __ Mass. App. Ct. __ (2005), Docket 04-P-47 (June 30, 2005). The decision involves facts analogous to those in this action in that the plaintiff was never furnished a copy of the boilerplate with the forum selection clause and was never notified that the contract had been assumed by a different legal entity.

With respect to recent discovery responses, the documents produced by the defendants indicate that there were approximately 32 Massachusetts businesses which were serviced by ERN. LLC. and whose contracts were expressly assumed by ERN Acquisitions, LLC. A copy of the listing is enclosed herewith.

Sincerely,


Brian W. LeClair

Enclosure

Cc: Robert B. Levin, Esquire

| ID | DBA | Active | Start Date |
|--------|-----|--------|------------|
| 207135 | | Yes | 7/18/2003 |
| 207183 | | Yes | 7/29/2003 |
| 207196 | | Yes | 8/11/2003 |
| 207203 | | Yes | 9/12/2003 |
| 207213 | | Yes | 8/6/2003 |
| 207219 | | Yes | 8/12/2003 |
| 207242 | | No | 8/20/2003 |
| 207245 | | No | 8/17/2003 |
| 207246 | | Yes | 1/30/2004 |
| 207261 | | Yes | 8/28/2003 |
| 207292 | | No | 8/27/2003 |
| 207302 | | No | 9/4/2003 |
| 207333 | | No | 9/16/2003 |
| 207352 | | Yes | 10/9/2003 |
| 207368 | | No | 10/16/2003 |
| 207382 | | No | 10/29/2003 |
| 207385 | | No | 10/27/2003 |
| 207415 | | Yes | 11/6/2003 |
| 207421 | | Yes | 11/14/2003 |
| 207434 | | Yes | 11/25/2003 |
| 207479 | | No | 12/16/2003 |
| 207569 | | No | 2/25/2004 |
| 207598 | | No | 3/11/2004 |
| 207604 | | Yes | 6/8/2004 |
| 207613 | | No | 3/22/2004 |
| 207655 | | Yes | 4/21/2004 |
| 207699 | | Yes | 5/19/2004 |
| 207729 | | Yes | 6/25/2004 |
| 207757 | | Yes | 7/22/2004 |
| 207775 | | Yes | 2/10/2005 |
| 207794 | | No | 9/1/2004 |
| 207851 | | Yes | 11/10/2004 |